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PICK-UP WAIT MAIL

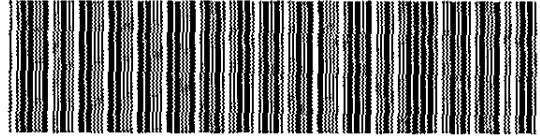
(Business Entity Name)

(Document Number)

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TALLAHASSEE, FLORIDA
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BR 11

TRANSMITTAL LETTER

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Subject Terra Sol Foods,
Corp.

Enclosed is an original and two (2) copies of the articles of incorporation and a check for

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certified Copy

\$78.75
Filing Fee
& Certified Copy

\$87.50
Filing Fee,
Certified Copy
& Certificate

(ADDITIONAL COPY REQUIRED)

FROM: Nellie Akalp
Name

30141 Agoura Rd., Suite 205
Address

Agoura Hills, California 91301
City, State & Zip

818-879-9079
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles. Provide TWO copies if you have requested a certified copy as designated in the boxes above.

BR 1/25
W-323



FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

November 12, 2002

NELLIE AKALP
30141 AGOURA RD, STE 205
AGOURA HILLS, CA 91301

SUBJECT: TERRA SOL FOODS, CORP.
Ref. Number: W02000032346

We have received your document for TERRA SOL FOODS, CORP.. However, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$78.78. Your document will be retained in our pending file.

If you have any further questions concerning your document, please call (850) 245-6919.

Beth Register
Corporate Specialist Supervisor
New Filings Section

Letter Number: 202A00061459

ARTICLES OF INCORPORATION
OF
Terra Sol Foods, Corp.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following articles of incorporation.

ARTICLE I NAME

The name of the Corporation shall be: Terra Sol Foods, Corp.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

8951 Bonita Beach Road
No. 525-309
Bonita Springs, Florida 34135

ARTICLE III SHARES

The number of shares that this corporation is authorized to have outstanding at any one time is: 1500 shares at \$1.00 par value per share.

ARTICLE IV INITIAL DIRECTORS

The name(s) and address(s) of the initial Director(s) is/are:

Jeffrey John Rinz
8951 Bonita Beach Road No. 525-309
Bonita Springs, Florida 34135

ARTICLE V INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent is:

NRAI Services, Inc.
526 East Park Avenue
Tallahassee, Florida 32301

ARTICLE VI INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is:

Nellie Akalp
30141 Agoura Rd.
Suite 205
Agoura Hills, California 91301

Nellie Akalp
Nellie Akalp, Incorporator

11.8.02
Date

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Nellie Akalp, Asst. Sec.
NRAI Services, Inc., Registered Agent

11.8.02
Date

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
02 NOV 25 PM 1:47